

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

**Caption in Compliance with D.N.J. LBR 9004-1(b)**

John W. Weiss  
Leah M. Eisenberg  
David E. Sklar  
**PASHMAN STEIN WALDER HAYDEN, P.C.**  
21 Main Street, Suite 200  
Hackensack, New Jersey 07601  
Telephone: (201) 270-5477  
Email: jweiss@pashmanstein.com  
leisenberg@pashmanstein.com  
dsklar@pashmanstein.com

-and-

Joaquin M. C de Baca (admitted *pro hac vice*)  
Richard A. Stieglitz (admitted *pro hac vice*)  
Youmi Kim (admitted *pro hac vice*)  
Henninger Bullock (*pro hac vice* pending)  
Clayton McCraw (*pro hac vice* pending)

**MAYER BROWN LLP**  
1221 Avenue of the Americas  
New York, New York 10020-1001  
Telephone: (212) 506-2500  
Email: jcdebaca@mayerbrown.com  
rstieglitz@mayerbrown.com  
ykim@mayerbrown.com  
hbullock@mayerbrown.com  
cmccraw@mayerbrown.com

*Counsel for (1) Leeward Renewable Energy, LLC, on behalf of Rabbitbrush Solar, LLC, Chaparral Springs, LLC, and Antelope Valley BESS, LLC, (2) Longroad Development Company, LLC, on behalf of Serrano Solar, LLC, Sun Streams PVS, LLC, and Sun Streams Expansion, LLC, and (3) DTE Electric Company*

In Re:

POWIN, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case Number: 25-16137 (MBK)

Jointly Administered

**Hearing Date: August 6, 2025 at 10:00  
A.M. (ET)**

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583], (ii) Powin, LLC [0504], (iii) PEOS Holdings, LLC [5476], (iv) Powin China Holdings 1, LLC [1422], (v) Powin China Holdings 2, LLC [9713], (vi) Charger Holdings, LLC [5241], (vii) Powin Energy Ontario Storage, LLC [8348], (viii) Powin Energy Operating Holdings, LLC [2495], (ix) Powin Energy

**LICENSEES' WITNESS AND EXHIBIT LIST**  
**FOR THE HEARINGS SCHEDULED ON AUGUST 6, 2025 AT 10:00 A.M. (ET)**

Leeward Renewable Energy, LLC, on behalf of Rabbitbrush Solar, LLC, Chaparral Springs, LLC, and Antelope Valley BESS, LLC, (2) Longroad Development Company, LLC, on behalf of Serrano Solar, LLC, Sun Streams PVS, LLC, and Sun Streams Expansion, LLC, and (3) DTE Electric Company (collectively, the “Licensees”) hereby file this Witness and Exhibit List for the Hearings Scheduled on August 6, 2025 at 10:00 a.m. on the *Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief Filed [D.I. 88]* and the *Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors to Comply with Section 365(N)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under Section 363(E) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief [D.I. 117]*.

**WITNESSES**

The Licensees may call any of the following as a witness at the Hearings:

1. Dustin Wambeke, Vice President of Technical Services of Leeward Renewable Energy, LLC;
2. Fred Ihimodu, Manager of Strategy and Special Projects for DTE Electric Company;
3. Jeremy Law, Vice President of Asset Management of Longroad Development Company, LLC;
4. Any witness listed, offered, or called by any other party; and
5. Any witness required for rebuttal or impeachment.

---

Operating, LLC [6487], (x) Powin Energy Storage 2, Inc. [9926], (xi) Powin Energy Ontario Storage II LP [5787], and (xii) Powin Canada B.C. Ltd. [2239]. The Debtors’ mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

The Licensees reserve their right to supplement this witness list and to cross-examine any witness called by any other party.

### **EXHIBITS**

The Licensees may offer any one or more of the following exhibits at the Hearings:

<b>EXHIBIT</b>	<b>DESCRIPTION</b>	<b>O F F E R E D</b>	<b>O B J E C T I O N</b>	<b>D I S P O S I T I O N</b>	<b>D O C K E T N O .</b>
1.	Declaration of Gerard Uzzi In Support of Emergency First Day Motions of the Debtors				13
2.	Motion of the Debtors for Entry of an Order (I) Authorizing the Debtors to Enter into New Customer Program with Existing Customers and (II) Granting Related Relief Filed				15
3.	Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief				88
4.	Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors to Comply with Section 365(N)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under Section 363(E) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief				117

5.	Motion for Entry of an Order Authorizing Licensees to Redact and File Under Seal Confidential Information Contained in the Energy Supply Agreements and Long-Term Services Agreements in Connection with Licensees' Motion to Compel				118
6.	Application for Order Shortening Time for Notice of (A) the Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors to Comply with Section 365(N)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under Section 363(E) of the Bankruptcy Code and (III) Granting Other Appropriate Relief; and (B) Motion for Entry of an Order Authorizing Licensees to Redact and File Under Seal Confidential Information Contained in the Energy Supply Agreements and Long-Term Services Agreements in Connection with Licensees' Motion to Compel				119
7.	Debtors' Objection to Application for Order Shortening Time for Notice of (A) Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors to Comply with Section 365(N)(4) of the Bankruptcy Code, Granting Adequate Protection Under Section 363(E) of the Bankruptcy Code, and (B) Motion for Entry of an Order Authorizing Licensees to Redact and File Under Seal Confidential Information Contained in the Energy Supply Agreements and Long Term Services Agreements In Connection with Licensees' Motion to Compel				128
8.	Debtors' Application for Entry of an Order (I) Authorizing the Debtors to Employ and Retain Uzzi & Lall to Provide the Debtors a Chief Restructuring Officer and Certain Additional Personnel, (II) Designating Gerard Uzzi as Chief Restructuring Officer for the Debtors Effective as of the Petition Date, and (III) Granting Related Relief				268
9.	Objection of Licensees to Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief				323

10.	Declaration of Dustin Wambeke in Support of Objection of Licensees to Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief				324
11.	Declaration of Fred Ihimodu in Support of Objection of Licensees to Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief				325
12.	Declaration of Ryan Fonbuena in Support of Objection of Licensees to Omnibus Motion of the Debtors for Entry of an Order (I) Authorizing the Rejection of Legacy Customer Contracts and (II) Granting Related Relief				326
13.	Debtors' Omnibus (I) Objection to (A) Emergency Motion of Licensees for Entry of an Order (1) Compelling the Debtors to Comply with Section 365(n)(4) of the Bankruptcy Code, (2) Granting Adequate Protection Under Section 363(e) of the Bankruptcy Code and (B) Related Joinders and (II) Reply in Support of Omnibus Motion of the Debtors for Entry of an Order (A) Authorizing the Rejection of Legacy Customer Contracts and (B) Granting Related Relief				357
14.	Reply in Support of Licensees' Motion to Compel and Objection Thereto				382
15.	Notice of Potentially Assumed Executory Contracts and Unexpired Leases				446
16.	Leeward's Limited Objection to and Reservation of Rights Regarding Notice of Potentially Assumed Executory Contracts and Unexpired Leases				552
17.	Energy Storage System Supply Agreement, dated December 21, 2022, between AVEP BESS, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
18.	Energy System Supply Agreement, dated December 15, 2022, between DTE Electric Company and Powin, LLC (including any amendments, exhibits, or schedules thereto)				

19.	Long Term Services Agreement for ESS, dated December 15, 2022, between AVEP BESS, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
20.	Energy Storage System Supply Agreement for the Chaparral Springs Solar Project, dated July 27, 2022, between Chaparral Springs, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
21.	Long Term Services Agreement for ESS, dated August 8, 2022, between Chaparral Springs, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
22.	Energy Storage System Supply Agreement for the Willow Springs Solar Project, dated July 27, 2022, between Chapparral Springs, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
23.	Long Term Services Agreement for ESS, dated August 8, 2022, between Chaparral Springs, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
24.	Battery Energy Storage System Supply Agreement for the Rabbitbrush 1 Project, dated July 9, 2021, between Rabbitbrush Solar, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
25.	Long Term Services Agreement for BESS, dated March 18, 2022, between Rabbitbrush Solar, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
26.	Battery Energy Storage System Supply Agreement for the Rabbitbrush 2 Project, dated July 9, 2021, between Rabbitbrush Solar, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
27.	Long Term Services Agreement for BESS, dated March 18, 2022, between Rabbitbrush Solar, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
28.	Energy Supply Agreement, dated May 5, 2023, between Serrano Solar, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				

29.	Energy Supply Agreement, dated December 9, 2022, between Sun Streams PVS, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
30.	Energy Supply Agreement, dated March 10, 2023, by and between Sun Streams Expansion, LLC and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
31.	Energy Supply Agreement, dated December 15, 2022, between DTE Electric Company and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
32.	Long Term Services Agreement, dated December 20, 2024, between DTE Electric Company and Powin, LLC (including any amendments, exhibits, or schedules thereto)				
33.	Supplemental Declaration of Dustin Wambeke in Support of Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors' to Company with Section 365(n)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under 363(e) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief				600
34.	Declaration of Fred Ihimodu in Supplemental Support of Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors' to Company with Section 365(n)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under 363(e) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief				601
35.	Declaration of Jeremy Law in Supplemental Support of Emergency Motion of Licensees for Entry of an Order (I) Compelling the Debtors' to Company with Section 365(n)(4) of the Bankruptcy Code, (II) Granting Adequate Protection Under 363(e) of the Bankruptcy Code, and (III) Granting Other Appropriate Relief				602
36.	Any pleading or other document filed in the above-captioned chapter 11 cases				
37.	Any exhibit necessary for impeachment or rebuttal purposes				
38.	Any exhibit listed by any other party				

39.	Licensees' demonstrative diagram of movants depicting components of battery energy storage system (The Licensees are still deciding whether they will be creating a demonstrative diagram for use at the Hearing)				
-----	---	--	--	--	--

The Licensees reserve the right to call or to introduce one or more, or none, of the witnesses or exhibits listed above, and further reserve the right to supplement or amend this Witness and Exhibit List at any time prior to the Hearings. The Licensees further expect that there may be additional filings following the filing of this Witness and Exhibit List, which the Licensees plan to incorporate in an amended filing of this Witness and Exhibit List. Designation of any exhibit above does not waive any objections the Licensees may have to any exhibit listed on any other party's exhibit list.

*[Remainder of page intentionally left blank.]*



Dated: August 1, 2025

Respectfully submitted,

/s/ Leah M. Eisenberg

Leah M. Eisenberg

David E. Sklar

**PASHMAN STEIN WALDER HAYDEN, P.C.**

21 Main Street, Suite 200

Hackensack, New Jersey 07601

Telephone: (201) 270-5477

Email: jweiss@pashmanstein.com

leisenberg@pashmanstein.com

dsklar@pashmanstein.com

-and-

Joaquin C de Baca (admitted *pro hac vice*)

Richard A. Stieglitz (admitted *pro hac vice*)

Youmi Kim (admitted *pro hac vice*)

Henninger Bullock (*pro hac vice* pending)

Clayton McCraw (*pro hac vice* pending)

**MAYER BROWN LLP**

1221 Avenue of the Americas

New York, New York 10020

Telephone: (212) 506-2500

Facsimile: (212) 262-1910

Email: jcdebaca@mayerbrown.com

rstieglitz@mayerbrown.com

ykim@mayerbrown.com

hbullock@mayerbrown.com

cmccraw@mayerbrown.com

*Counsel for (1) Leeward Renewable Energy, LLC, on behalf of Rabbitbrush Solar, LLC, Chaparral Springs, LLC, and Antelope Valley BESS, LLC, (2) Longroad Development Company, LLC, on behalf of Serrano Solar, LLC, Sun Streams PVS, LLC, and Sun Streams Expansion, LLC, and (3) DTE Electric Company*